

2

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT TO OIL AND GAS LEASE

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

WHEREAS, The Elite Association Marketing Corporation, as Lessor, and The Caffey Group, L.L.C., as Lessee, entered into that certain Oil and Gas Lease dated August 11, 2008, which is filed by Memorandum as Instrument No. D209034143, Official Public Records of Tarrant County, Texas (the "Lease"); and

WHEREAS, Titan Operating, LLC, (the "Lessee") is the current owner of the Lease.

WHEREAS, The Elite Association Marketing Corporation (the "Lessor") and Titan Operating, LLC (the "Lessee") desire to amend the Lease in the manner provided below.

NOW, THEREFORE, in consideration of the premises and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Lessor, and Lessee hereby amend the Lease, as follows:

Leased Premises: Lessor and Lessee agree to remove the legal description of the Oil and Gas Lease and replace with the following legal description:

A portion of Lot 3, D. D. Edgar Addition, located in the D. D. Edgar Survey, Abstract No. 465, Tarrant County, Texas, according to the plat thereof, recorded in Volume 388-84, Page 49, Plat Records, Tarrant County, Texas, being that same tract of land described in that certain Warranty Deed with Vendor's Lien, dated May 29, 2007, from Paul Wood and wife, Doty Wood a/k/a Dora J. Wood, to The Elite Association Marketing Corp., recorded as Tarrant County Clerk's Instrument No. D207319032, Official Public Records, Tarrant County, Texas.

For the same consideration recited above, Lessor does hereby consent to, ratify, adopt and confirm all of the terms and provisions of the Lease, as amended herein, and does hereby grant, lease, demise and let to Lessee, its successors and assigns, the lands covered by the Lease, as amended herein, upon and subject to all of the terms and provisions set out in the Lease, as amended. The undersigned hereby further declares that the Lease, as amended, in all its terms and provisions, is and remains a valid and subsisting Oil & Gas Lease and declares that the Lease is binding upon the Lessor and Lessor's successors and assigns. Except as set forth above, the remaining terms and provisions of the Lease shall remain in full force and effect.

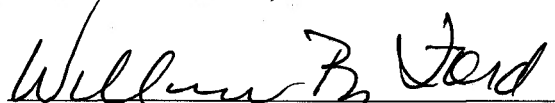
EXECUTED this 6th day of January, 2011
2010.

The Elite Association Marketing Corporation

By: 

Title: Chairman & CEO

TITAN OPERATING, LLC



William B. Ford

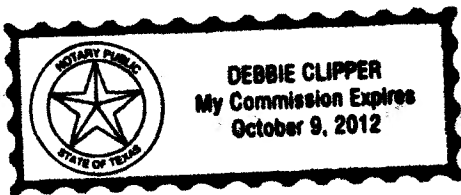
Vice President of Land

ACKNOWLEDGMENTS

STATE OF TEXAS §

COUNTY OF Tarrant §

This instrument was acknowledged before me on the 6th day of January, 2011,
by Paul D. Wood, as Chairman of
The Elite Association Marketing Corporation, on behalf of said corporation.

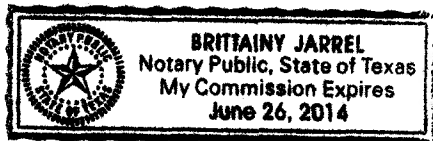


Debbie Clipper
Notary Public, State of Texas

STATE OF TEXAS §

COUNTY OF TARRANT §

This instrument was acknowledged before me on the 12 day of January, 2011,
by William B. Ford, acting as Vice President of Land for Titan Operating, LLC, a Texas limited liability company,
on behalf of the limited liability company.

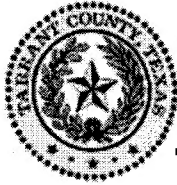


Brittainy Jarrel
Notary Public, State of Texas

After Recording Return To:
Norwood Land Services, LLC
6421 Camp Bowie Blvd., Ste 312
Fort Worth, TX 76116

MARY LOUISE GARCIA

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

NORWOOD LAND SERVICES
6421 CAMP BOWIE BLVD STE 312
FT WORTH, TX 76116

Submitter: NORWOOD LAND SERVICES

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 1/27/2011 12:43 PM

Instrument #: D211023170

OPR

3

PGS

\$20.00

By: _____

Mary Louise Garcia

D211023170

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: CAMADDOCK